

Agreement ("Reimbursement Agreement") with the Bank. Pursuant to a Reimbursement Agreement, SERI would agree to reimburse the Bank party thereto immediately or within a specified period (not to exceed 60 months) after the date of the draw for all amounts drawn under Letter of Credit, together with accrued interest. The rate of such interest would not exceed the New York prime rate as published in The Wall Street Journal plus 200 basis points. Additionally, it is anticipated that each Reimbursement Agreement would require the payment by SERI to the Bank of up-front fees not to exceed \$100,000 and annual fees not to exceed 1¼% of the face amount of the related Letter of Credit.

In addition or as an alternative to the security provided by a Letter of Credit, SERI may pledge one or more new series of its first mortgage bonds ("Collateral Bonds") under the Mortgage, as it may be supplemented. These Collateral Bonds may be interest-bearing or non-interest bearing. Such Collateral Bonds would be non-interest bearing if the principal amount issued were the same as the principal of the underlying Tax-Exempt Bonds plus accumulated interest for a specified period. The rate on interest-bearing Collateral Bonds may be less than or equal to the interest rate on the underlying Tax-Exempt Bonds.

As additional security for its obligations under any Facilities Agreement or to make payment on the Collateral Bonds, SERI may assign its interest in the Availability Agreement or the Capital Funds Agreement. In any such event, the Operating Subsidiaries would be required to consent to and join in such assignment.

SERI proposes to use the proceeds of the sale of Tax-Exempt Bonds to refinance certain pollution control revenue bonds that were previously issued to finance pollution control facilities at the Grand Gulf nuclear station.

The Cincinnati Gas & Electric Company, et al. (70-8607)

The Cincinnati Gas & Electric Company ("CG&E"), an electric utility subsidiary company of CInergy Corp. ("CInergy"), a registered holding company, and CG&E's electric utility subsidiary company, The Union Light, Heat and Power Company ("Union Light") (together, "Operating Companies"), both located at 139 East Fourth Street, Cincinnati, Ohio 45202, have filed an application-declaration under Sections 6(a) and 7 of the Act and Rule 54 thereunder.

CG&E proposes to issue and sell within certain parameters, from time-to-time through March 31, 1996, an aggregate principal amount not to exceed \$500 million of a combination of senior unsecured indebtedness ("Senior Debentures") and junior unsecured subordinated indebtedness ("Junior Securities"). In addition, Union Light proposes to issue and sell within certain parameters, from time-to-time through March 31, 1997, an aggregate principal amount not to exceed \$55 million of unsecured indebtedness ("Union Debentures") (Union Debentures together with Senior Debentures, "Senior Securities") (Senior Securities together with Junior Securities, "Securities").

The Operating Companies have several high coupon series of first mortgage bonds and CG&E has preferred stock that are, or will shortly become, optionally redeemable and can be refinanced through the issuance of lower cost debt. Proceeds from the sale of the Senior Securities and the Junior Securities will be used respectively to refund some or all of redeemable high-coupon debt issues and the preferred stock. Any balance of net proceeds from the sale of the Securities will be used for general corporate purposes. Without further Commission authorization, none of the proceeds from the sale of the Securities will be used by the Operating Companies to acquire, directly or indirectly, an interest in an exempt wholesale generator (EWG) or foreign utility company (FUCO) as respectively defined in Sections 32 and 33 of the Act.

The Senior Securities: (1) Will be issued at a price no higher than 101.5% nor less than 98% of the principal amount, plus accrued interest, if any, with underwriting commissions and agents' fees not to exceed 1.25% of the principal amount; (2) may be issued in one or more new series for terms not to exceed 40 years; and (3) will be issued at an interest rate which results in a yield to maturity to the purchaser at the initial offering price, depending on the maturity of the security issued, of up to a maximum of (a) 225 basis points for the Senior Debentures, or (b) 200 basis points for the Union Debentures, over the yield to maturity on United States Treasury Notes and United States Treasury Bonds of comparable maturities, payable semi-annually.

The Junior Securities: (1) Will be issued at a price no higher than 101.5% nor less than 98% of the principal amount, plus accrued interest, if any, with underwriting commissions and agents' fees not to exceed 3.50% of the principal amount; (2) may be issued in

one or more new series for terms not to exceed 40 years; and (3) will be issued at an interest rate which results in a yield to maturity to the purchaser at the initial offering price, depending on the maturity of the security issued, of up to a maximum of 225 basis points over the yield to maturity on United States Treasury Notes and United States Treasury Bonds of comparable maturities. Interest on the Junior Securities will be paid on either a monthly, quarterly, semi-annual or annual basis, and CG&E may have the right to defer payment of interest on its Junior Securities for up to five years under certain circumstances.

For the Commission, by the Division of Investment Management, pursuant to delegated authority.

Margaret H. McFarland,
Deputy Secretary.

[FR Doc. 95-9191 Filed 4-13-95; 8:45 am]

BILLING CODE 8010-01-M

[Release No. 34-35577; File No. SR-NSCC-95-3]

**Self-Regulatory Organizations;
National Securities Clearing
Corporation; Notice of Filing of
Proposed Rule Change Relating to
Implementation of a Three-Day
Settlement Standard**

April 6, 1995.

Pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934 ("Act"),¹ notice is hereby given that on March 1, 1995, the National Securities Clearing Corporation ("NSCC") filed with the Securities and Exchange Commission ("Commission") a proposed rule change as described in Items I, II, and III below, which items have been prepared primarily by NSCC. On March 27, 1995, NSCC filed an amendment to the proposed rule change.² The Commission is publishing this notice to solicit comments on the proposed rule change from interested persons.

**I. Self-Regulatory Organization's
Statement of the Terms of Substance of
the Proposed Rule Change**

NSCC proposes to modify its rules to implement a three business day settlement standard for securities transactions.

¹ 15 U.S.C. § 78s(b)(1) (1988).

² Letter from John P. Barry, Associate Counsel, NSCC, to Christine Sibille, Senior Counsel, Division of Market Regulation, Commission (March 27, 1995).

II. Self-Regulatory Organization's Statement of the Purpose of and Statutory Basis for, the Proposed Rule Change

In its filing with the Commission, NSCC included statements concerning the purpose of and basis for the proposed rule change and discussed any comments it received on the proposed rule change. The text of these statements may be examined at the places specified in Item IV below. NSCC has prepared summaries, set forth in sections (A), (B), and (C) below, of the most significant aspects of such statements.

(A) Self-Regulatory Organization's Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change

In October 1993 the Commission adopted Rule 15c6-1 under the Act which will become effective June 7, 1995.³ The rule establishes three business days after the trade date ("T+3"), instead of five business days ("T+5"), as the standard settlement cycle for most securities transactions. The primary purpose of the proposed rule change is to modify NSCC's Rules and Procedures consistent with Rule 15c6-1 under the Act. Accordingly, many of NSCC's Rules and Procedures that include time references are being revised to accommodate processing in a T+3 time frame.

For example, the proposed rule will change references from a five day settlement to a three day settlement time frame⁴ or will delete reference to five day settlement.⁵ Trades compared after such time as established on T+4, will not be included in the normal settlement cycle.⁶ Under Procedures V.B and VI.B, all transactions entered into the balance order accounting operation or the foreign security accounting operation on T+2, rather than T+4, or thereafter will be processed on a trade-for-trade basis. The proposed rule change also will amend Rule 11, Section 8(d) to require an "as of" trade to be entered at least two business days, instead of four business days, prior to

the payable date to be provided dividend protection. Under Procedure V.C, only trade in balance orders executed on the New York Stock Exchange ("NYSE"), American Stock Exchange ("Amex"), and Over-the-Counter ("OTC") compared on T and T+1 will be netted rather than trades from T through T+4, and the net balance orders will be issued on T+2 instead of T+4. Continuous Net Settlement ("CNS") eligible items will be entered into the CNS accounting operation for transfers through NSCC's Automated Customer Account Transfer Service ("ACATS") on T+1 instead of T+3.⁷ All time frames contained in Procedure VII.H.4(b) relating to voluntary corporate reorganizations will be shortened by two days.

Under Section II.B.1(c) of NSCC's Procedures, NSCC is proposing that the adjustment contract totals represent the combined input for T through T+2, instead of T+3, that is compared. Trades reported on the Consolidated Trade Summary will include trades compared through T+1, instead of T+3.⁸ As-of-trades submitted two, instead of four, days prior to payable date will be included in the dividend activity report.⁹ The date a member is informed of its potential liability from a short position will be changed from T+2.¹⁰

The proposed rule change also makes certain ancillary modifications to NSCC's Rules and Procedures in order to delete references to obsolete services, procedures, forms, and methods of communication. All references to the SCC Division of the NSCC are being eliminated. The SCC was one of the predecessors of the NSCC and its rules were incorporated into the NSCC's rules. At the time of the NSCC's formation, to ease the transition, NSCC retained the reference to the SCC by indicating that the rules were for the SCC Division. It is no longer necessary to include these references.

Cross references to specific rules which contain timing provisions are being eliminated in order to avoid inconsistencies in the event such rules are subsequently amended. Instead, references are being changed to refer to the rules generally.¹¹ Furthermore, the clauses beginning with "up to and including" in the definitions of "Comparison Operation", "Foreign Security Accounting Operation", and "Balance Order Accounting Operation"

also are being eliminated in order to avoid possible inconsistencies caused by future amendments of the rules.

The definitions of "Basket Trade" and "Mini Basket" contained in Rule 1 are being deleted because the NYSE no longer offers these types of products and therefore NSCC does not clear it. Accordingly, references to Basket Trades and Mini Baskets contained in Sections II.A and H of the Procedures and Addendum A, Section 1.E, fees for processing these trades, are being deleted.

Non-members have not requested to use NSCC's facility to pay New York State Transfer Taxes in over 10 years. Furthermore, automation of the tax payment process makes it impractical for non-members to pay the taxes through NSCC. Accordingly, references to non-members' ability to use this service are being eliminated from the rules. Rule 3, Section 2, and Rules 14 and 26 are being amended to reflect this change. Addendum A, Section III.E is being changed to reflect the fact that for many years NSCC has accepted forms from members, not envelopes, for filing New York State Transfer Taxes. This change does not affect members in any way.

Rule 4, Section 1 is being amended because NSCC has limited the number of banks which can hold securities pledged by members for the Clearing Fund. These banks are chosen by NSCC and not by the members. This change was implemented in order to manage the Clearing Fund more effectively.

There are several places throughout the rules where changes are being made to reflect the continuing automation of systems and the elimination of paper intensive processes. These include the elimination of the use of certain forms, changing references to data received rather than tickets delivered, and elimination of the requirement of acknowledging transactions through paper submission. Such changes can be found in the following sections:

Rule 5 Section 1
Rule 7 Section 3 (Eliminates need of member to confirm to NSCC contract list)
Rule 12 Section 1
Rule 18 Section 2 and 3 (Eliminates return of tickets when NSCC ceases to act for a member)
Procedures Section VII.D.2(c)
Procedures Section VII.I
Procedures Sections VIII.A and B (Eliminates clearance/settlement statement)
Procedures Section X.B
Procedures Section XIV
Addendum A Section IV.S and V.B
Addendum C Section 1

Certain rules are being amended to clarify that NSCC has the right to deny

³ Securities Exchange Act Release Nos. 33023 (October 6, 1993), 58 FR 52891 (adopting Rule 15c6-1) and 34952 (November 9, 1994, 59 FR 59137 (changing effective date from June 1, 1995, to June 7, 1995).

⁴ Procedures III.D (exercise of options), VII.B, VII.C, XIII, and Addendum K. In addition the time frame for NSCC's guarantee of trades contained in addendums K and M will begin on T+2 and instead of T+4.

⁵ Procedures II.I.2 and 3, and III.C.

⁶ Procedures II.B.1(c) (Regular Way NYSE/Amex Equity Securities), II.C.2(f) (Regular Way over the Counter and Other Exchange Equity Securities), II.D.2(i) (Debt Securities), and III.E (Correction of NYSE (Odd-Lot Trades).

⁷ Rule 50, Section 10.

⁸ Procedure VI.A.

⁹ Procedure VII.G.2.

¹⁰ Procedure VII.K.

¹¹ For example, the language "Rules 8, 9, and 10" contained in Rule 1's definition of Balance Order System will be amended to read "these Rules."

access to additional services to members who are not currently using the service if NSCC does not have adequate capability to perform that service. Rule 2, Section 3 and Section IV.D of the Procedures are being revised accordingly. Rule 5, Section 2 is being amended to reflect the current practice that NSCC prepares all checks being sent to members.

The exchanges and the NASD have rules concerning good delivery of physical securities.¹² NSCC needs to be consistent with such rules. Therefore, Rule 9, Section 1.9 and Rule 44, Section 7 are being amended to require that deliveries must meet such good delivery requirements. Rule 44, Sections 8–39, which contain NSCC's rules on good delivery, are being deleted.

Since the dissemination of Addendum F, members who have failed timely to pay amounts due have been required to settle amounts, if greater than \$100,000, in Federal Funds. Rule 12, Section 1 is now being amended to reflect this longstanding practice. Addendum F also is being amended to reflect this change.

Rule 13 permits a member to charge an amount to its account at NSCC. Rule 13 is being deleted because the Marking to Market Service was discontinued several years ago. Since that time, members may use NSCC's Funds Only Settlement Service to achieve the same objective.

Rule 17 is being deleted because the Signature Distribution Service was never implemented and has been made obsolete with the introduction of current Medallion Program.

Rule 18, Section 2, requires that all closeouts be completed within two business days when NSCC ceases to act for a member. This is not always possible without disrupting the marketplace. This rule accordingly is being amended to indicate that closeouts will be completed promptly.

Because of the increase in the number of vice presidents at NSCC, Rule 22 is being amended to provide that only the board of directors, the chairman of the board, the president, any executive vice president, and certain designated officers of NSCC may suspend the Rules when necessary or expedient. NSCC will inform the Commission of any change in the officers designated to suspend the Rules.¹³ Similarly, Rule 23 is being amended to provide that except where action of the board of directors is

specifically required, only the chairman, the president, any executive vice president, the secretary, and certain designated officers may take action on behalf of NSCC.

The Procedures are being amended to include references to when-distributed transactions, which result from stock splits and are treated in the same manner as when-issued transactions. These references are in Section II.A and E of NSCC's Procedures. Section II.E.2 also is being amended to clarify that the settlement date for corporate debt new issues will be established by the appropriate regulatory authority.

Currently, Section II.G of the Procedures requires that NSCC's Reconfirmation and Pricing Service ("RECAPS") be run quarterly. It is the intention of NSCC to continue this practice. However, the rule is being amended to provide for runs from time-to-time to provide flexibility in the event of operational necessities.

The CNS Accounting Operation no longer uses sub-accounts for the settlement of option exercises. Section III.D of the Procedures is being amended to reflect this practice.

As has been the practice for many years, members typically deliver securities to The Depository Trust Company ("DTC") to cover short positions, instead of NSCC. Therefore Procedures VII.C.5, G.3, and H.7 are being amended to eliminate NSCC's Delivery to Clearing Service.

A change is being made to Section VII.F.2 of the Procedures to conform the rules to the practice that Net CNS Money Settlement Amounts calculated by members may be verified against the Settlement Activity Statement but are not required to be verified.

Section IX.A of the Procedures is being amended to eliminate the ability of members to select an alternate clearing corporation on an item-by-item basis. Members designate a single location for delivery of output records, and item-by-item designation would be too inefficient.

Generally, sponsored members deposit their securities directly with DTC. However, NSCC may require that certain securities be submitted to NSCC before being deposited with DTC on behalf of such member. Section IX.B of the Procedures is being changed to reflect this practice.

NSCC has not offered a P&S service for direct clearing for several years. Section IX.D is therefore being deleted from the Procedures. Furthermore, conforming amendments are being made to Section IX.E of the Procedures, Section IV of Addendum A (to eliminate fees for Remote Trade Comparison

Handling and Preparation of T+1 input), and Section V.B of Addendum A (to eliminate fees for options cage processing and stock loan rebate payment service).

Section III of Addendum A is being amended to delete references to the Jersey City office which no longer exists. Section V.B of Addendum A is being amended to delete fees for hard copy output which are no longer charged.

Addendum C is being amended in two places to reflect changes in procedures. First, NSCC no longer borrows physical securities for the settlement of non-DTC eligible items. Therefore Section 1 is being modified to eliminate these references. Second, the CNS sub-account designations have been changed from 9000 and 6000 to "D" and "C", respectively. Therefore Section 3 is being updated.

An additional purpose of the filing, although not included as part of Exhibit A, is to indicate NSCC's intention to alphabetize the section of definitions contained in NSCC's Rules and Procedures.

The proposed changes will take effect with the implementation of T+3 on June 7, 1995, consistent with the conversion time frame established by the Commission.¹⁴ The schedule is as follows:

Trade date	Settlement cycle	Settlement date
June 2 Friday ..	5 day	June 9 Friday.
June 5 Monday	4 day	June 9 Friday.
June 6 Tuesday.	4 day	June 12 Monday.
June 7 Wednesday.	3 day	June 12 Monday.

The proposed rule change is consistent with the requirements of the Act, and the rules and regulations thereunder, since it will facilitate the prompt and accurate clearance and settlement of securities transactions.

(B) Self-Regulatory Organization's Statement on Burden on Competition.

NSCC does not believe that the proposed rule change will have an impact on or impose a burden on competition.

(C) Self-Regulatory Organization's Statement on Comments on the Proposed Rule Change Received From Members, Participants or Others.

No written comments relating to the proposed rule change have been solicited or received. NSCC will notify

¹² See, e.g., NYSE Rules 175–226.

¹³ Currently, no officers have been designated. Letter from John P. Barry, Associate Counsel, NSCC, to Jonathan Kallman, Associate Director, Division of Market Regulation, Commission (March 27, 1995).

¹⁴ Securities Exchange Act Release No. 34952 (November 9, 1994), 59 FR 59137.

the Commission of any written comments received by NSCC.

III. Date of Effectiveness of the Proposed Rule Change and Timing for Commission Action

Within thirty-five days of the date of publication of this notice in the Federal Register or within such longer period (i) as the Commission may designate up to ninety days of such date if it finds such longer period to be appropriate and publishes its reasons for so finding or (ii) as to which the self-regulatory organization consents, the Commission will:

- (A) By order approve such proposed rule change or
- (B) institute proceedings to determine whether the proposed rule change should be disapproved.

IV. Solicitation of Comments

Interested persons are invited to submit written data, views, and arguments concerning the foregoing. Persons making written submissions should file six copies thereof with the Secretary, Securities and Exchange Commission, 450 Fifth Street N.W., Washington, D.C. 20549. Copies of the submission, all subsequent amendments, all written statements with respect to the proposed rule change that are filed with the Commission, and all written communications relating to the proposed rule change between the Commission and any person, other than those that may be withheld from the public in accordance with provisions of 5 U.S.C. 552, will be available for inspection and copying in the Commission's Public Reference Room in Washington, D.C. Copies of such filing will also be available for inspection and copying at the principal office of NSCC. All submissions should refer to File No. SR-NSCC-95-03 and should be submitted by May 5, 1995.

For the Commission by the Division of Market Regulation, pursuant to delegated authority.

Margaret H. McFarland,
Deputy Secretary.

[FR Doc. 95-9231 Filed 4-13-95; 8:45 am]

BILLING CODE 8010-01-M

SMALL BUSINESS ADMINISTRATION

Hartford District Advisory Council Meeting; Public Meeting

The U.S. Small Business Administration Hartford District Advisory Council will hold a public meeting on Monday, May 15, 1995 at 8:30 a.m. at 2 Science Park, New Haven,

Connecticut 06511, to discuss matters as may be presented by members, staff of the U.S. Small Business Administration, or others present.

For further information, write or call Ms. Jo-Ann Van Vechten, District Director, U.S. Small Business Administration, 330 Main Street, Hartford, Connecticut, (203) 240-4670.

Dated: April 10, 1995.

Dorothy A. Overal,

Director, Office of Advisory Council.

[FR Doc. 95-9280 Filed 4-13-95; 8:45 am]

BILLING CODE 8025-01-M

Casper District Advisory Council Meeting; Public Meeting

The U.S. Small Business Administration Casper District Advisory Council will hold a public meeting on Thursday, May 4, 1995 from 2:00 p.m. to 5:00 p.m. which will be a training session, and Friday, May 5, 1995, 8:00 a.m. to 3:00 p.m., regularly scheduled meeting at the Parkway Plaza, 123 West "E" Street, Casper, Wyoming, to discuss matters as may be presented by members, staff of the U.S. Small Business Administration, or others present.

For further information, write or call Mr. James P. Gallogly, District Director, U.S. Small Business Administration, 100 East "B" Street, P.O. Box 2839, Casper, Wyoming 82602-2839, (307) 261-5761.

Dated: April 10, 1995.

Dorothy A. Overal,

Director, Office of Advisory Council.

[FR Doc. 95-9281 Filed 4-13-95; 8:45 am]

BILLING CODE 8025-01-M

DEPARTMENT OF STATE

[Public Notice 2190]

Advisory Committee on Historical Diplomatic Documentation; Notice of Meeting

The Advisory Committee on Historical Diplomatic Documentation will meet May 11 and 12, 1995, in the Department of State, in Conference Room 1105.

The Committee will meet in open session from 9:00 a.m. on the morning of Thursday, May 11, 1995, until 12:00 noon. The remainder of the Committee's session until 1:00 p.m. Friday, May 12, will be closed in accordance with Section 10(d) of the Federal Advisory Committee Act (P.L. 92-463). It has been determined that discussions during these portions of the meeting will involve consideration of matters

not subject to public disclosure under 5 U.S.C. 552b(c)(1), and that the public interest requires that such activities will be withheld from disclosure.

Questions concerning the meeting should be directed to William Z. Slany, Executive Secretary, Advisory Committee on Historical Diplomatic Documentation, Department of State, Office of the Historian, Washington, DC 20520, telephone (202) 663-1123.

Dated: April 7, 1995.

William Z. Slany,

Executive Secretary.

[FR Doc. 95-9207 Filed 4-13-95; 8:45 am]

BILLING CODE 4710-11-M

DEPARTMENT OF TRANSPORTATION

Federal Highway Administration

Environmental Impact Statement: Cook Will, Kankakee, Grundy, Livingston, McLean, Logan, Sangamon, Macoupin, Jersey, Madison, and St. Clair Counties, IL

AGENCY: Federal Highway Administration, DOT.

ACTION: Notice of intent.

SUMMARY: The Federal Highway Administration (FHWA) is issuing this notice to advise the public that an Environmental Impact Statement (EIS) will be prepared for the development of high speed rail (HSR) passenger operations between Chicago, Illinois, and St. Louis, Missouri. The proposed project study area will extend from downtown Chicago on the north to downtown St. Louis on the south.

FOR FURTHER INFORMATION CONTACT:

Mr. Dennis W. Johnson, Environmental Engineer, Federal Highway Administration, Illinois Division, 3250 Executive Park Drive, Springfield, Illinois 62703, Telephone (217) 492-4625

or:

Mr. Merrill L. Travis, Chief, Bureau of Railroads, Illinois Department of Transportation (DOT), 2300 South Dirksen Parkway, Room 302, Springfield, Illinois 62764, Telephone (217) 782-2835

or:

Mr. Michael E. Stead, High Speed Rail Manager, Illinois Department of Transportation (DOT), 2300 South Dirksen Parkway, Room 302, Springfield, Illinois 62764, Telephone (217) 785-8498

SUPPLEMENTARY INFORMATION: The proposed action is to develop a high speed rail passenger operation between Chicago and St. Louis. The proposed